

RECEIVED

DEC 22 2014

STATE OF SOUTH DAKOTA S.D. SEC. OF STATE

Statement of Legal Newspaper Ownership and Circulation

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER: <u>Butte County Post</u>		2. DATE: <u>9-28-14</u>
3. FREQUENCY OF ISSUE: <u>Weekly</u>	3A. NO. OF ISSUES PUBLISHED ANNUALLY: <u>52</u>	3B. ANNUAL SUBSCRIPTION PRICE \$ <u>39.00</u>
4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION (Street, City, County, State and ZIP+4 Code) (Not printers): <u>614 State St., Belle Fourche, SD 57717</u>		
5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER (Not printers): <u>614 State St., Belle Fourche, Butte County, SD 57717</u>		
6. FULL NAME OF PUBLISHER: <u>Hollie Stalder / Shannon Brinker</u>		
7. OWNER (If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given.)		
FULL NAME: <u>Lee Enterprises</u>		COMPLETE MAILING ADDRESS: <u>Darlington, IA 52801</u> <u>201 N. Harrison St. Ste 600</u>
8. KNOWN BONDHOLDERS, MORTGAGES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS, MORTGAGES OR OTHER SECURITIES (If there are none, so state. If more space is needed, list on back of this form.) <u>See Attached</u>		
9. EXTENT AND NATURE OF CIRCULATION	AVERAGE NO. COPIES EACH ISSUED PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUED NEAREST TO FILING DATE
A. TOTAL NO. COPIES (Net Press Run)	<u>1702</u>	<u>1585</u>
B. PAID AND/OR REQUESTED CIRCULATION		
1. Sales through dealers and carriers, street vendors, counter sales, and paid electronic copies.	<u>662</u>	<u>631</u>
2. Mail Subscription (Paid and or requested)	<u>555</u>	<u>516</u>
C. TOTAL PAID AND/OR REQUESTED CIRCULATION (Sum of 9B1 and 9B2)	<u>1217</u>	<u>1147</u>
D. FREE DISTRIBUTION		
1. BY MAIL, CARRIER OR OTHER MEANS	<u>23</u>	<u>23</u>
2. SAMPLES, COMPLIMENTARY AND OTHER FREE COPIES	<u>18</u>	<u>17</u>
E. TOTAL DISTRIBUTION (Sum of C, D1 and D2)	<u>41</u>	<u>40</u>
F. COPIES NOT DISTRIBUTED		
1. Office use, left over, unaccounted, spoiled after printing	<u>252</u>	<u>251</u>
2. Return from News Agents	<u>0</u>	<u>0</u>
G. TOTAL (Sum of E, F1 and F2 - Should equal net press run shown in A)	<u>1510</u>	<u>1438</u>

Statement must be signed by Publisher, Business Manager, or Owner in the presence of a Notary Public
I swear that the statements made by me are true, correct, and complete:

[Signature]
(Signature)

Publisher
(Title)

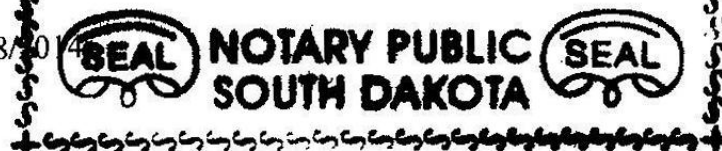
State of South Dakota)
County of Penningson)

(Seal)

Sworn to before me this 18th day of December 2014

[Signature]
Notary Public

My commission expires: My Commission Expires July 1, 2020



September 29, 2014

TO: ALL LEE PUBLISHERS AND CIRCULATION MANAGERS

RE: STATEMENT OF OWNERSHIP--SHAREHOLDERS OVER 1% AS OF 8/31/14

Gregory P. Schermer, 2160 St. Andrews Circle, Bettendorf, IA 52722

Grant E. Schermer, 10455 O'Brien Creek, Missoula, MT 59804

Cedar Rock Capital Limited, 110 Wigmore Street, London W1U 3RW, United Kingdom

Dimensional Fund Advisors LP, Palisades West, Building One, 6300 Bee Cave road, Austin, Texas 78746

Lonestar Capital Management LLC, One Maritime Plaza, Suite 1105, San Francisco, CA 94111

BlackRock, Inc., 40 East 52nd Street, New York, NY 10022

New York State Common Retirement Fund, 633 3rd Avenue #31, New York, NY 10017

Silver Point Capital, 2 Greenwich Plaza, Greenwich, CT 06830

Systematic Financial Management LP, 300 Frank W. Burr Blvd., Teaneck, NJ 07666

Bridgeway Capital Management Inc., 20 Greenway Plaza, Suite 450, Houston, TX 77046

First Clearing, LLC, 901 E. Byrd Street, Richmond, VA 23219

Charles Schwab & Co., Inc., 51 Mercedes Way, Edgewood, NY 11717

UBS Financial Services Inc., 1200 Harbor Blvd, Weehawken, NJ 07086

Pershing LLC Securities Corporation, 1 Pershing Plaza, Jersey City, NJ 07399

Bank of New York, One Wall Street, New York, NY 10286

National Financial Services, LLC, 200 Liberty Street, New York, NY 10281

JPMorgan Chase Bank, 14201 Dallas Parkway, Dallas, TX 75254

Ameritrade, Inc., 51 Mercedes Way, Edgewood, NY, 11717

E*Trade Clearing LLC, 10951 White Rock Road, Rancho Cordova, CA 95670

Scottrade Inc., 51 Mercedes Way, Edgewood, NY 11717

Merrill Lynch, Pierce Fenner & Smith, 4 Corporate Place, Piscataway, NJ 08854

J.P. Morgan Chase Bank, One Chase Manhattan Plaza, New York, NY 10081

Goldman Sachs, 180 Maiden Lane, New York, NY 10038

U.S. Bank N.A., Attn: Securities Control, 1555 N. Rivercenter Drive, Suite 0300,
Milwaukee, WI 53212

Morgan Stanley DW Inc., c/o ADP Services, 51 Mercedes Way, Edgewood, NY 11717

The Vanguard Group, Inc., 100 Vanguard Blvd., Malvern, PA 19355

State Farm Investment Management Corp., 430 W. 7th Street, Kansas City, MO 64105

State Street Bank & Trust Company, 1776 Heritage Drive, Global Corporate Action Units
JAB 5 NW, Quincy, MA 02171

Barclays Global Investors N.A./Investment, 980 9th Street, 6th Floor, Sacramento, CA
95814

Morgan Stanley & Co. Incorporated, One Pierrepont Plaza, 7th Floor, Brooklyn, NY 11201

Raymond, James & Associates, Inc., 880 Carilion Parkway, P.O. Box 12749, St.
Petersburg, FL 33716

Spear, Leeds & Kellogg, 120 Broadway, New York, NY 10271

Research Capital Corporation, Ernst & Young Tower, Suite 1500, 222 Bay Street, Toronto
ON M5K 1J5 Canada

JPMC Clearing, One Metrotech Center North, 4th Floor, Brooklyn, NY 11201

1 % Debt holders of Lee Enterprises Incorporated

9/29/2014

Lender Group

Bank of New York
Goldman Sachs
JP Morgan Chase
Northern Trust
HG VORA - GEM 1 LOAN FUNDING
Mudrick Distressed Opportunity Fund Global, LP
Mutual Quest Fund
BH FINANCE LLC
SSB&T Co
Hawkeye Capital Master
FIFTH STREET STATION LLC
Aristeia Master, L.P.
ACHIEVEMENT LOAN FUNDING
BNYMEL/TST
JPMC BNA
Wingspan Master Fund, LP
RIVERPARK SHORT TERM HY
Barclay/ LE
Citigroup
SPCP GROUP LLC
CVC Global Credit Opportunities Master Fund, L.P.
MSSB
CORDATUS EUROPEAN CREDIT OPP A
US Bank NA

525 William Penn Place Suite 153-0400
30 Hudson Street, Proxy Department
3 Chase Metrotech Center Proxy Department/NY1-H034
801 S. Canal Street
330 Madison Ave
477 Madison Ave 12th Floor
101 John F. Kennedy Parkway
1440 Kiewit Plaza
1776 Heritage Drive
800 Third Avenue 9th Floor
1041 Kirkpatrick Road Suite 250
136 Madison Ave 3rd Floor
5400 Westheimer Court, Ste 760
525 William Penn Place Suite 153-0400
14201 Dallas Parkway Floor 12
650 Madison Ave 23rd Floor
PO Box 219008
400 Jefferson Park
388 Greenwich Street, 11th Floor
2 Greenwich Plaza
712 Fifth Ave 12th Floor
1300 Thames Street, 6th Floor
111 Strand London
1555 N. Rivercenter Drive, Suite 302

Pittsburgh, PA 15259
Jersey City, NJ 07302
Brooklyn, NY 11245
Chicago, IL 60607
New York, NY 10017
New York, NY 10022
Short Hills, NJ 07078
Omaha, Nebraska 68131
North Quincy, MA 02171
New York, NY 10022
Burlington, NC 27215
New York, NY 10016
Houston, Texas 77056
Pittsburgh, PA 15259
Dallas, TX 75254
New York, NY 10022
Kansas City, MO 64121-9008
Whippany, NJ 07981
New York, NY 10013
Greenwich, CT 06830
New York, NY 10019
Baltimore, MD 21231
United Kingdom WC2R0AG
Milwaukee, WI 53212